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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**DEBTORS' MOTION FOR ORDER SHORTENING NOTICE PERIOD AND
LIMITING NOTICE OF MOTION FOR ORDER PURSUANT TO BANKRUPTCY
CODE SECTIONS 105 AND 363 AND BANKRUPTCY RULE 9019 (I)
APPROVING THE SALE BY CIRCUIT CITY STORES WEST COAST, INC.
AND VENTOUX INTERNATIONAL, INC. OF CERTAIN ASSETS FREE AND
CLEAR OF ALL INTERESTS; (II) APPROVING INTERTAN, INC.'S
AUTHORIZATION OF INTERTAN CANADA LTD.'S SALE OF
SUBSTANTIALLY ALL OF ITS ASSETS; (III) APPROVING THE
INTERCOMPANY AGREEMENT; (IV) APPROVING THE FOTO SOURCE
SETTLEMENT AGREEMENT; AND (V) GRANTING RELATED RELIEF**

Circuit City Stores, Inc. ("Circuit City"),
InterTAN, Inc. ("InterTAN"), Circuit City Stores West Coast,

Inc. ("West Coast"), and Ventoux International, Inc.

("Ventoux" and together with Circuit City, InterTAN and West Coast, the "Movants" and, collectively with the debtors and debtors in possession in the above-captioned jointly administered cases, the "Debtors")¹ hereby move this Court (the "Motion to Shorten and Limit Notice") for an order under section 102 of the title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 9006 and 9007 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules") approving shortened and limited notice for Motion for Order Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019 (I) Approving the Sale by Circuit City Stores West Coast, Inc. and Ventoux International, Inc. of Certain Assets Free and Clear of All Interests; (II) Approving InterTAN, Inc.'s Authorization of InterTAN Canada Ltd.'s Sale of Substantially All of its Assets; (III)

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Seller, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

Approving the Intercompany Agreement; (IV) Approving the Foto Source Settlement Agreement; and (V) Granting Related Relief (the "Canadian Asset Sale Motion"). In support of the Motion to Shorten and Limit Notice, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are Bankruptcy Code section 102 and Bankruptcy Rules 2002, 9006 and 9007.

BACKGROUND

3. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code.

4. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

5. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia

appointed a statutory committee of unsecured creditors (the "Creditors' Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

6. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors' remaining 567 stores pursuant to an agency agreement (the "Agency Agreement") between the Debtors and a joint venture, as agent (the "Agent"). On January 17, 2009, the Agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors remaining stores.

7. Also on the Petition Date, InterTAN Canada and Tourmalet Corporation commenced proceedings (the "Canadian Case") in the Ontario Superior Court of Justice (the "Canadian Court") under the Companies' Creditors Arrangement Act (the "CCAA") in Canada.

8. InterTAN Canada is a wholly owned subsidiary of InterTAN. Headquartered in Barrie, Ontario, InterTAN is engaged in the business of selling consumer electronics in Canada under the trade name The Source By Circuit CitySM. InterTAN Canada's operations consist of approximately 750 retail stores and dealer outlets in Alberta, British Columbia, Manitoba, Newfoundland, Northwest

Territories, Nova Scotia, Nunavut, Ontario, Prince Edward Island, Quebec, Saskatchewan, and the Yukon. Additionally, InterTAN Canada maintains a web-site -- www.thesource.ca -- to sell consumer electronics and related products.

RELIEF REQUESTED

9. By this Motion to Shorten and Limit Notice, the Debtors request entry of an order shortening the notice period and limiting notice of the Canadian Asset Sale Motion so that it can be heard, considered and ruled upon by the Court at a hearing on March 20, 2009.

BASIS FOR RELIEF

10. Concurrently herewith, the Debtors filed the Canadian Asset Sale Motion, asking the Court to (I) authorize, but not require, West Coast and Ventoux to enter into the Asset Purchase Agreement (the "Agreement"), dated February 23, 2009, by and among InterTAN Canada, West Coast, Ventoux, the Purchaser and Bell Canada, and to comply with each of their obligations thereunder, (II) authorize, but not require, InterTAN to authorize InterTAN Canada's sale of the InterTAN Canada Assets to the Purchaser pursuant to the Agreement, (III) authorize, but not require, Circuit City, West Coast and Ventoux to enter into the Intercompany Agreement (the "Intercompany Agreement"), dated February 23,

2009, by and among InterTAN Canada, Circuit City, West Coast and Ventoux, (IV) authorize, but not require, West Coast to enter into the Settlement and Coexistence Agreement (the "Foto Source Settlement Agreement"), dated February 20, 2009, by and among Foto Source Canada, Inc. ("Foto Source"), InterTAN Canada and West Coast and (V) grant related relief.

11. The Debtors believe it is in the best interests of the Debtors' estates, creditors and other parties in interest for the Canadian Asset Sale Motion to be heard at a hearing on March 20, 2009 at 10:00 a.m. The Debtors are seeking authorization and approval of the Canadian Asset Sale Motion as soon as possible (and pursuant to the purchaser's request) because an order from this Court is required to consummate the sale. Additionally, approval of the Canadian Asset Sale Motion could bring significant recovery for the Movants' estates and creditors.

12. Moreover, the Debtors propose to provide notice of the Canadian Asset Sale Motion to those parties who have requested notice pursuant to Bankruptcy Rule 2002 and the Core Group (as defined in the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and

Administrative Procedures (Docket No. 130; the "Case Management Order")), as well as (a) all entities known to have expressed an interest in a transaction regarding the Purchased Assets during the past three (3) months; (b) all entities known to have an interest in any of the Purchased Assets; and (c) all federal, state, and local regulatory or taxing authorities or recording offices that have a reasonably known interest in the relief requested through the Motion. Notice of the entry of the Sale Order will be provided to the same parties. The Debtors submit that, under the circumstances, no other or further notice need be given.

WAIVER OF MEMORANDUM OF LAW

13. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion to Shorten and Limit Notice and all applicable authority is set forth in the Motion to Shorten and Limit Notice, the Debtors request that the requirement that all motions be accompanied by a separate memorandum of law be waived.

NO PRIOR REQUEST

14. No previous request for the relief sought herein has been made to this Court or any other court.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court (i) enter an Order, substantially in the form annexed hereto, granting the relief requested herein, and (ii) such other and further relief as may be just and proper.

Dated: March 6, 2009

Richmond, Virginia

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Counsel for Debtors and Debtors
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[Proposed Order]

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 In re: : Chapter 11
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 et al., :
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 Debtors. : Jointly Administered
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**ORDER GRANTING DEBTORS' MOTION FOR ORDER SHORTENING NOTICE
 PERIOD AND LIMITING NOTICE OF MOTION FOR ORDER PURSUANT TO
 BANKRUPTCY CODE SECTIONS 105 AND 363 AND BANKRUPTCY RULE
 9019 (I) APPROVING THE SALE BY CIRCUIT CITY STORES WEST
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 SETTLEMENT AGREEMENT; AND (V) GRANTING RELATED RELIEF**

Upon consideration of the Debtors' Motion for Order Shortening Notice Period and Limiting Notice (the "Motion") of the Motion for Order Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rule 9019 (I) Approving the Sale by Circuit City Stores West Coast, Inc. and Ventoux International, Inc. of Certain Assets Free and Clear of All Interests; (II) Approving InterTAN, Inc.'s Authorization of InterTAN Canada Ltd.'s Sale of Substantially All of its Assets; (III) Approving the Intercompany Agreement; (IV) Approving the Foto Source Settlement Agreement; and (V) Granting Related Relief (the "Canadian Asset Sale Motion"); and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED.

2. Notice of the Canadian Asset Sale Motion is shortened so that it may be heard, considered and ruled upon by the Court at a hearing on March 20, 2009.

3. Notice of the Canadian Asset Sale Motion is limited to the parties as set forth in the Motion.

4. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia
_____, 2009

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

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